

Roger Frankel (*pro hac vice* pending)
Richard H. Wyron (*pro hac vice* pending)
Orrick, Herrington & Sutcliffe LLP
Columbia Center
1152 15th Street, N.W.
Washington, D.C. 20005-1706
Telephone: (202) 339-8400
Facsimile: (202) 339-8500

- and -

Lorraine S. McGowen
Alyssa D. Englund
Courtney M. Rogers
Orrick, Herrington & Sutcliffe LLP
666 Fifth Avenue
New York, New York 10103
Telephone: (212) 506-5000
Facsimile: (212) 506-5151

Counsel to the Unofficial GM Dealers Committee

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----	X	
In re:	:	Chapter 11
	:	
GENERAL MOTORS CORPORATION, et	:	Case No. 09-50026 (REG)
al.,	:	
	:	
Debtors.	X	

**NOTICE OF APPEARANCE AND REQUEST
FOR SERVICE OF NOTICES AND DOCUMENTS**

TO THE HONORABLE ROBERT E. GERBER,
UNITED STATES BANKRUPTCY JUDGE:

PLEASE TAKE NOTICE that the undersigned appears as counsel to the
Unofficial GM Dealers Committee (the “**Dealer Committee**”) ¹, whose members are creditors

¹ The Dealer Committee was formed prior to the Petition Date by the GM National Dealer Council (the “**NDC**”) in coordination with the National Automobile Dealers Association (“**NADA**”). The NDC’s dealer members, consisting

and parties-in-interest herein and, pursuant to 11 U.S.C. § 1109(b) and Federal Rules of Bankruptcy Procedure 2002 and 9010(b), hereby request that all notices given or required to be given in this case be given and served upon:

Roger Frankel
Richard H. Wyron
Orrick, Herrington & Sutcliffe LLP
Columbia Center
1152 15th Street, N.W.
Washington, D.C. 20005-1706
Telephone: (202) 339-8400
Facsimile: (202) 339-8500
Email: rfrankel@orrick.com
rwyron@orrick.com

- and -

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Alyssa D. Englund
Courtney M. Rogers
Orrick, Herrington & Sutcliffe LLP
666 Fifth Avenue
New York, New York 10103
Telephone: (212) 506-5000
Facsimile: (212) 506-5151
Email: lmcgowen@orrick.com
aenglund@orrick.com
crogers@orrick.com

PLEASE TAKE FURTHER NOTICE that the foregoing request includes not only the notices and papers referred to in the Federal Rules of Bankruptcy Procedure specified above, but also includes, without limitation, orders and notices of any application, motion, petition, pleading, request, complaint or demand, whether written or oral, formal or informal, and whether

of 15 GM dealers elected by all GM dealers, serve as liaisons with GM on virtually all matters pertaining to the sale and servicing of GM vehicles and represent the interests of the more than 6,000 GM dealers throughout the United States. The NDC formed the Dealer Committee, and retained counsel, to be a voice for the dealer body's collective interests in connection with GM's restructuring efforts. The members of the Dealer Committee, who collectively sell and service vehicles under a variety of GM brands in locations all over the country, are Ballweg Automotive Group, Bradshaw Automotive Group, Inc., Dudley Martin Chevrolet (whose principal is the NADA representative to the NDC), Hudson Pontiac Buick GMC Truck, Inc., Paddock Chevrolet, Inc. (whose principal is the Chair of the

transmitted or conveyed by mail, hand delivery, facsimile transmission, e-mail, telephone, telegraph, telex or otherwise, which affects the above-captioned Debtors or the property of or in the possession, custody or control of the Debtors or which is otherwise filed or given with regard to the above-referenced case or in any adversary proceeding or contested matter therein.

PLEASE TAKE FURTHER NOTICE that neither this notice nor any later appearance, pleading, claim, or suit shall waive any right of the Dealer Committee (or any of its members) (1) to have final orders in non-core matters entered only after *de novo* review by a District Judge, (2) to trial by jury in any proceeding so triable in this case or any case, controversy, or proceeding related to this case, (3) to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal, or (4) to contend that jurisdiction or venue in this Court is improper or inappropriate.

PLEASE TAKE FURTHER NOTICE that this Notice of Appearance and Request for Service of Notices and Documents is without prejudice to the Dealer Committee's (and each of its members') rights, remedies, claims, actions, defenses, setoffs, or recoupments, in law or in equity, against the Debtors and any other entities either in this case or in any other action, all of which rights, remedies, claims, actions, defenses, setoffs and recoupments are expressly reserved.

NDC), and Ron Tonkin Dealership (whose principal is the Vice-chair of NADA). NADA serves as an *ex officio* member of the Dealer Committee.

PLEASE TAKE FURTHER NOTICE that pursuant to Federal Rule of Bankruptcy Procedure 3017(a), the Dealer Committee further requests that all plans and disclosure statements filed herein by any party be duly served upon the Dealer Committee's undersigned counsel.

Dated: June 1, 2009
New York, New York

ORRICK, HERRINGTON & SUTCLIFFE LLP

By: /s/ Roger Frankel
Roger Frankel (*pro hac vice* pending)
Richard H. Wyron (*pro hac vice* pending)
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